

FILED FOR RECORD

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WASHINGTON CO AR
K. HARNES

**ASSIGNMENT OF ASSIGNMENT OF
LEASE AND RENTS**

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CAPITAL LEASE FUNDING, L.P., a Delaware limited partnership having an address at 110 Maiden Lane, 36th Floor, New York, New York 10005 ("Assignor"), does, as of the 31st day of August, 1999, by these presents, and in consideration for the sum of Ten Dollars (\$10.00) lawful money of the United States and other good and valuable consideration, the receipt whereof is hereby acknowledged, sell, assign, transfer and deliver, without recourse or warranty in any respect, unto LASALLE BANK NATIONAL ASSOCIATION, a nationally chartered bank, as trustee under that certain Pooling and Servicing Agreement, dated as of July 15, 1999, for Corporate Lease-Backed Certificates, Series 1999-CLF1, having an address at 135 South LaSalle Street, Chicago, Illinois 60674, Attention: Asset Backed Securities Trust Services Group, Bear Stearns Commercial Mortgage Securities Inc., Series 1999-CLF1 ("Assignee"), Assignor's right, title and interest in, to and under that certain Assignment of Lease and Rents (the "Assignment") from WEC 99A-2 LLC, as assignor, unto Assignor, as assignee, dated as of March 12, 1999, and recorded on March 18, 1999 as Instrument Number 99024865 in the Official Records of Washington County, Arkansas, and affecting, among other things the property described on Exhibit A attached hereto and made a part hereof.

To have and to hold this Assignment unto Assignee, its successors and assigns forever.

[Signatures on following page.]

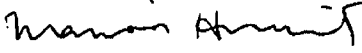


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IN WITNESS WHEREOF, Assignor has caused these presents to be duly
executed as of the day and year first above written.

WITNESS:

CAPITAL LEASE FUNDING, L.P.,
a Delaware limited partnership



~~Marissa Hurwitz~~ | **MARISSA HURWITZ**

By: CLF Holdings, Inc., a Delaware
corporation, its general partner



Robert Weible



Name: Paul H. McDowell
Title: Senior Vice President

AFTER RECORDING, MAIL TO:

CHICAGO TITLE INSURANCE CO.
ATTN: LORETTA KARP
171 N. CLARK ST - MLC: 04SP
CHICAGO IL 60601

This document is prepared by:

Gary Pogeler, Esq.
Cadwalader, Wickersham & Taft
100 Maiden Lane
New York, NY 10038

99089803

Acknowledgment Page

State of New York)
) ss.:
County of New York)

On the 31st day of August in the year 1999, before me, the undersigned, a notary public in and for said state, personally appeared Paul McDowell, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity as Vice President of CLF Holdings, Inc., the general partner of Capital Lease Funding, L.P., and that by his signature on the instrument, the individual, or the entity upon behalf of which the individual acted, executed the instrument.

Seal

Man Wai Lau
Notary Public

MAN WAI LAU
Notary Public, State of New York
No. 24-4781742
Qualified in Kings County
Certificate Filed in New York County
Commission Expires March 30, 1999.
Nov. 99

99089804

Fayetteville, Arkansas

EXHIBIT A

The land referred to below is situated in the State of Arkansas, County of Washington, and is described as follows:

Lot 1, less and except 15 feet of equal and uniform width off the south side, Spring Park Subdivision - Phase I, to the City of Fayetteville, Washington County, Arkansas, as per Subdivision Plat 11 at Page 88 of the records of the Circuit Clerk and Ex-Officio Recorder of Washington County, Arkansas.

Also described by metes and bounds as follows:

A part of the SE/4 of the SW/4 and part of the SW/4 of the SE/4 of Section 23 and part of the NE/4 of the NW/4 and part of the NW/4 of the NE/4 of Section 26, T-17-N, R-30-W, of the 5th Principal Meridian, Washington County, Arkansas, and being more particularly described as follows: To-wit: Commencing at the NW corner of the NW/4 of the NE/4 of Section 26, T-17-N, R-30-W, thence West - 441.98 feet, thence North - 280.70 feet, thence North 89° 36' 54" East - 226.76 feet, thence North 89° 36' 30" East - 736.74 feet to the Point of Beginning, said point being on the south line of the 60 foot Georgetown Square Road right of way; thence North 89° 36' 30" East along said south right of way line a distance of 163.81 feet; thence North 89° 32' 23" East continuing along said south right of way line a distance of 116.19 feet; thence South leaving said south right of way line a distance of 366.48 feet to the north line of the Joyce Boulevard right of way; thence West along said north right of way line a distance of 280.00 feet; thence North leaving said north right of way line a distance of 364.42 feet to the Point of Beginning, containing 2.45 acres (106,512 sq. ft.), more or less. Being the same lands as shown in general warranty deed from Duane B. Nelson Revocable Trust, Orena M. Nelson, Trustee to Circuit City Stores, Inc., recorded in Land Document No. 97068569 among the Land Records of Washington County, Arkansas.

TOGETHER WITH all right, title and interest in and to that Reciprocal Easement and Operation Agreement by and between Circuit City Stores, Inc. and Duane B. Nelson Trust/Orena M. Nelson, Trustee dated September, 1997 and recorded as Land Document No. 97068573 among the Land Records of Washington County, Arkansas.

99089805

I, Kathleen Harness, Circuit Clerk and Ex-officio Recorder for Washington County, Arkansas, do hereby certify that this instrument was filed for record in my office on indicated hereon and the same is now duly recorded with the acknowledgment and certificate thereon in Record Book and Page as indicated thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Court on the date indicated hereon.

Kathleen Harness
Circuit Clerk and Ex-officio Recorder

